

RECORDATION NO. 14737-A FILED

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
918 SIXTEENTH STREET, N.W.  
SUITE 200  
WASHINGTON, D.C.

NOV 3 '99

1-15 PM

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

Fax (202) 393-2156

November 3, 1999

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies each of a Release, dated as of October 18, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Commission under Recordation Number 14737.

The name and address of the party to the enclosed document are:

Secured Party: First Union Bank (successor to  
The Philadelphia National Bank)  
123 South Broad Street  
Philadelphia, Pennsylvania 19109

A description of the railroad equipment covered by the enclosed document is:

ninety-eighty (98) railcars bearing reporting marks and road numbers set forth on Schedule A attached to the Release

Mr. Vernon A. Williams  
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed documents to the undersigned.

Very truly yours,

  
for Robert W. Alvord

RWA/bg  
Enclosures

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**RELEASE**

This Release dated as of October 18, 1999, is made by First Union Bank, as Successor to The Philadelphia National Bank, Secured Party.

1. Reference is made to the equipment listed on Schedule A attached hereto ( the "Equipment"), which is subject to a Security Agreement dated as of July 1, 1985, between Consolidated Rail Corporation ("Debtor"), and Philadelphia National Bank ("Secured Party"), which was duly filed on July 22, 1985 in accordance with 49 U.S.C. 11303, and having Recordation Number 14737.

2. First Union Bank, N.A., Secured Party, as successor to The Philadelphia National Bank, hereby releases any and all liens, claims and other encumbrances on the Equipment as granted pursuant to said Security Agreement.

IN WITNESS WHEREOF, First Union Bank, N.A., has caused this Release to be duly executed by its authorized officer as of the day and year first written above.

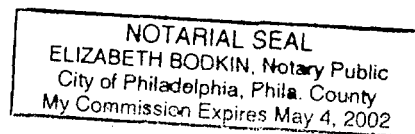
By: Beverly J. Coller  
Title: BEVERLY J. COLLER  
VICE PRESIDENT

State of: Pennsylvania  
County of: Philadelphia

On this 18 day of October, 1999, before me personally appeared Penney J. Allen to me personally known, who, being duly sworn, says that (she / he) is a Vice President of 1st Union Nat'l Bk. that said instrument was signed on October 18, 1999, on behalf of said Corporation by authority of its Board of Directors, and ( she / he) acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Sworn to and subscribed before me  
This 18 day of October, 1999.

Elizabeth Bookin  
NOTARY PUBLIC



**Schedule A**

**Equipment List**

<b><u>Type and Specification</u></b>	<b><u>Quantity</u></b>	<b><u>Identification Numbers</u></b>
52' 100-ton Gondolas	98	See Below

**Identification Numbers**

579265	579269	579275	579276	579277	579278
579279	579280	579281	579285	579288	579290
579296	579303	579313	579314	579315	579317
579318	579321	579322	579323	579325	579326
583701	583702	583704	583705	583706	583713
601745	601748	601752	601759	617704	617705
617706	617707	617708	617710	617711	622981
622982	622987	622990	038601	038603	038604
038605	038606	038607	038608	038610	038611
038612	038614	038616	038618	038619	038622
038623	038624	038632	038636	038638	038639
038640	038642	038643	038644	038647	038649
038650	038652	038654	038655	038657	038658
038659	038660	038661	038664	038665	038666
038667	038668	038669	038670	038672	038673
038678	038680	038682	038687	038691	579289
583707	038671				